

**RAILCAR, Ltd.**

Suite 315  
1819 Peachtree Road, N.E.  
Atlanta, Georgia 30309-1847

(404) 352-6799  
Fax (404) 352-6798

18969

SEP 6 1994 3 00 PM

**RAILCAR**

September 1, 1994

Interstate Commerce Commission  
12th and Constitution Ave., N.W.  
Washington, D.C. 20423

0100356005

Attn: Ms. Mildred Lee  
Room 2303

Re: Lease Agreement by and Between Railcar, Ltd., acting as agent for owners, and  
AMG Resources Corporation

Dear Ms. Lee:

Enclosed herewith are two (2) originally executed and notarized copies of a Summary Lease Agreement by and between Railcar, Ltd., a Georgia corporation acting as agent for owners, as Lessor and AMG Resources Corporation, a Delaware corporation, as Lessee. The Lease is for up to fifteen (15) 52 foot, 6 inch, 100 ton gondolas having AAR mechanical designation G-519 and bearing the reporting marks and car numbers AMGX 2501-2515, inclusive.

The address of the parties are as follows:

Railcar, Ltd. *(Lessor)*  
1819 Peachtree Road, N.E., Suite 315  
Atlanta, Georgia 30309

AMG Resources Corporation *(Lessee)*  
9 Office Park Circle, Suite 11  
Birmingham, Alabama 35223

SEP 6 4 50 PM '94  
RECEIVED  
OFFICE OF THE  
ATTORNEY GENERAL  
Licensing Branch

I would appreciate your recording the enclosed Summary Lease Agreement and returning one (1) copy to me. A check for the filing fee in the amount of \$18.00 is enclosed.

Sincerely,

*James A. Day*  
James A. Day  
Chief Financial Officer

JAD/pmb

Enclosure

**Interstate Commerce Commission**  
Washington, D.C. 20423

9/7/94

OFFICE OF THE SECRETARY

James A. Day  
Railcar, Ltd.  
1819 Peachtree Road, NE., Ste. 315  
Atlanta, GA. 30309-1847

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions  
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,  
on September 6, 1994 at 5:00PM, and assigned  
recording number(s). 18969.

Sincerely yours,

  
Secretary  
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

18969  
SEP 6 1994 5 00 PM  
MEMORANDUM OF LEASE AGREEMENT

1. This Lease Agreement is made and entered into as of the 30th day of June, 1994, by and between RAILCAR, LTD., a Georgia corporation, acting as agent for owners, and AMG RESOURCES CORPORATION, a Delaware corporation.

2. Railcar, Ltd. agrees to lease to AMG Resources Corporation and AMG Resources Corporation agrees to and hereby lease from Railcar Ltd., the following:

Up to fifteen (15) 52 foot, 6 inch, 100-ton gondolas with 5 foot high sides, all of which were originally built in 1977 and 1979, having AAR Mechanical Designation G-519 and bearing the reporting marks and car numbers AMGX 2501-2515, inclusive.

3. The address of the parties are as follows:

Railcar, Ltd. (Lessor)  
1819 Peachtree Road, N.E., Suite 303  
Atlanta, Georgia 30309-1847

AMG Resources Corporation (Lessee)  
9 Office Park Circle, Suite 11  
Birmingham, Alabama 35223

4. The term of this Lease Agreement is for five (5) years.

5. The terms and provisions of this Lease Agreement, are more particularly set forth in a Lease Agreement of even date by and between AMG Resources Corporation and Railcar, Ltd.

IN WITNESS WHEREOF, the parties hereto have caused this Lease Agreement to be executed as of the day and year first above written.

RAILCAR, LTD., acting as agent for owners, (LESSOR)

By: Will L. Pierce

Wilds L. Pierce, President

[CORPORATE SEAL]

AMG RESOURCES CORPORATION  
(LESSEE)

By: Paula R. G...

Title: CR

[CORPORATE SEAL]

STATE OF GEORGIA )  
 ) ss  
COUNTY OF FULTON )

On this 15<sup>th</sup> day of September, 1994, before me personally appeared Wilds L. Pierce, to me personally known, who being by me duly sworn says that he is President of the Railcar, Ltd., and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Nathan C. Humble  
Notary Public  
Notary Public, DeKalb County, Georgia  
My Commission Expires September 9, 1994.

STATE OF Pennsylvania )  
 ) ss  
COUNTY OF Allegheny )

On this 29<sup>th</sup> day of August, 1994, before me personally appeared Ronald R. Zorn, to me personally known, who being by me duly sworn says that he is Chief Financial Officer of AMG Resources Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Florence E. Kaminski  
Notary Public

